

RECEIVED DEC 31 1990

TO : Executive Committee Members  
FROM : Becky Jo Clark *bjc*  
SUBJECT: Minutes of Conference Calls of 11-14-90 and 12-18-90  
DATE : December 20, 1990

Please find enclosed copies of the minutes for the above conference calls. Please send me any corrections. Otherwise, I will ask for their approval when our next conference call is held.

Federal Communications Commission	
Docket No. <u>WT02-28</u>	Exhibit No. <u>EBx28</u>
Presented by <u>Lancaster</u>	
Disposition	Identified <u>✓</u>
	Received _____
	Rejected _____
Reporter <u>Hazzard</u>	
Date <u>10/24/02</u>	

EB Exh 28

Alee Cellular Communications

Executive Committee  
Conference Call 11-14-90 at 8:30 p.m.

Present on-line: Becky Jo Clark, Joel Bunis, Bob Bernstein, Terry Jones and John Dolphin, Consultant.

1. Discussed time of next partnership meeting. Set for 10:00 a.m. for Executive Committee for December 1, 1990 with General Partnership meeting to begin at 1:00 p.m. Place: Bob Bernstein's law offices. Another General Partnership meeting will probably be held in January.

2. Sale of Joel Bunis' 2% interest: both Ed Rogers and Cellular Dreams have expressed interest to purchase it, but Cellular Dreams has been unable to get in touch with Mr. Rogers regarding the purchase and the time period is almost up. Consensus of opinion is for Becky Jo Clark to write a letter dated this Friday if Cellular Dreams still has not contacted Mr. Rogers. Clark's letter will give Mr. Rogers seven days from the date of the letter to get with Kandace Dolphin to coordinate the sale. If Mr. Rogers has not complied in that period of time, Cellular Dreams will be entitled to the full 2% share and will purchase it from Joel Bunis.

3. Unanimous approval was given by the Executive Committee for Becky Jo to sign the Letter of Agreement, Switch Sharing Agreement and Management Agreement with Metro Mobile. All members of the partnership present at the last general Partnership meeting voted their approval to allow the Executive Committee to enter into the contract. Written proxies from Vincent De Costanzo, Nancy Kelner and Amir Rihaní plus one unidentified partner gave the additional votes for the quorum required for approval. The three documents can be signed contingent upon minor revisions discussed.

4. A general consensus was given for Motorola to give us a New Financial Commitment Letter required by the FCC for a cost of \$1000. This is to replace the Columbia Security letter. It should be signed shortly.

5. No further communication has been received from CGI since Clark signed the letter drafted by John Dolphin stating that we were not going to pay them any more money due to their nonadherence to our contract.

c: John Dolphin, Consultant

*Becky Jo Clark*

*minutes by hie*

Alee Cellular Communications

Executive Committee  
Conference Call 12-18-90 at 3:30 p.m.

Present on-line: Becky Jo Clark, Joel Bunis. Bob Bernstein, All  
items discussed previously from 11:30 a.m. -  
12:00 p.m. with Terry Jones.

1. New Mexico authorities aranted approval for Alee to construct.  
Will Request to go on line possibly as early as 31-95-91.
2. Consensus of opinion for John Dolphin to go to New Mexico site  
in January with Becky Jo Clark.
3. Discussion regarding proposal from Committee for Executive  
Committee reimbursement. Counter proposal is:
  - A. Beginning January 1. 1991 \$600 a month to the  
president, paid in advance plus expenses paid, including  
secretarial.
  - B. \$400 a month to the Treasurer.
  - C. \$400 a month to Committee person with legal expertise.
  - D. \$200 a month to other Committee person.
4. Compensation for past performance for the Executive Committee  
will be \$38,400 - a prorated share to be paid at sale of a  
partners interest based upon the percentage of ownership at  
inception of partnership.
5. As cash flow becomes available. one option is that the  
Executive Committee can be paid from the cash flow - 80% to  
partnership and 20% to the Executive Committee. As it will be  
some time before this is available. for thr year 1990. any  
interests to be sold will pay their prorated shares of the  
Executive Committee's fees on a monthly basis at the time of  
the sale. After 1990, the capitalization of these fees should  
be explored.

c: John Dolphin, Consultant

Minutes by Becky Jo Clark

*Becky Jo Clark*

NOV-12-90 MON 15:06 DOLPHIN

ALLIANCE




CORPORATION

John P. Dolphin  
President

VIA FAX

**MEMO**

**TO:** Executive Committee Members, Alee Cellular Communications  
**FROM:** John Dolphin, Project Administrator   
**SUBJECT:** Review and Execution of Final Documents with Metro Mobile  
**Date:** November 11, 1990

As a member of Alee's Executive Committee you will be receiving an over night delivery of the final documents for execution with Metro Mobile. These documents should arrive on the morning of Tuesday November 13, 1990. If they do not, contact the offices of Alliance V immediately.

There will be an Executive Committee Meeting via Telephone Conference Call on Wednesday November 14, 1990 at 8:30 p.m. Plans are to use everyone's home phone number for this meeting. If you would like to use another telephone number or if you will be unable to **take** the call, please notify Alliance V ASAP.

The agenda for this meeting will be very focused. Basically, it will be an up or down vote authorizing Becky Jo Clark to sign on behalf of Alee. For all practical purposes, the time for negotiation and revision is past. With a February 3, 1991 expiration date on Alee's FCC construction permit, it is now a do or die situation. It is hoped that you will review the documents and join the conference call with this in mind.

Once again, if you will be unable to join the conference call. or wish to use a number other than your home number, please call the offices of Alliance V.

Distribution: Becky Jo Clark  
Robert Bernstein  
Terry Jones  
Joel Bunis

RECEIVED DEC 31 1990

TO Executive Committee Members  
FROM : Becky Jo Clark *bjc*  
SUBJECT: Minutes of Conference Calls of 11-14-90 and 12-18-90  
DATE : December 20, 1990

Please find enclosed copies of the minutes for the above conference calls. Please send me any corrections. Otherwise, I will ask for their approval when our next conference call is held.

Federal Communications Commission	
Docket No. <u>WT02-28</u>	Exhibit No. <u>EB(x28)</u>
Presented by <u>Lancaster</u>	
Disposition	Identified <input checked="" type="checkbox"/>
	Received <input type="checkbox"/>
	Rejected <input type="checkbox"/>
Reporter <u>Hazzard</u>	
Date <u>10/24/02</u>	

EB Exh 28

Alee Cellular Communications

Executive Committee  
Conference Call 11-14-90 at 8:30 p.m.

Present on-line: Becky Jo Clark, Joel Bunis, Bob Bernstein, Terry Jones and John Dolphin, Consultant.

1. Discussed time of next partnership meeting. Set for **10:00** a.m. for Executive Committee for December 1, 1990 with General Partnership meeting to begin at **1:00** p.m. Place: Bob Bernstein's law offices. Another General Partnership meeting will probably be held in January.

2. Sale of Joel Bunis' **2%** interest: both Ed Rogers and Cellular Dreams have expressed interest to purchase it, but Cellular Dreams has been unable to get in touch with Mr. Rogers regarding the purchase and the time period is almost up. Consensus of opinion is for Becky Jo Clark to write a letter dated this Friday if Cellular Dreams still has not contacted Mr. Rogers. Clark's letter will give Mr. Rogers seven days from the date of the letter to get with Kandace Dolphin to coordinate the sale. If Mr. Rogers has not complied in that period of time, Cellular Dreams will be entitled to the full 2% share and will purchase it from Joel Bunis.

3. Unanimous approval was given by the Executive Committee for Becky Jo to sign the Letter of Agreement, Switch Sharing Agreement and Management Agreement with Metro Mobile. All members of the partnership present at the last general Partnership meeting voted their approval to allow the Executive Committee to enter into the contract. Written proxies from Vincent De Costanzo, Nancy Kelner and Amir Riani plus one unidentified partner gave the additional votes for the quorum required for approval. The three documents can be signed contingent upon minor revisions discussed.

4. A general consensus was given for Motorola to give us a New Financial Commitment Letter required by the FCC for a cost of **\$1000**. This is to replace the Columbia Security letter. It should be signed shortly.

5. No further communication has been received from CGI since Clark signed the letter drafted by John Dolphin stating that we were not going to pay them any more money due to their nonadherence to our contract.

c: John Dolphin, Consultant



Alee Cellular Communications

Executive Committee  
Conference Call 12-18-90 at 3:30 p.m.

Present on-line: Becky Jo Clark, Joel Bunis, Bob Bernstein, All  
items discussed previously from 11:30 a.m. -  
12:00 p.m. with Terry Jones.

1. New Mexico authorities wanted approval for Alee to construct.  
Will Request to go on line possibly as early as 01-05-91.
2. Consensus of opinion for John Dolphin to go to New Mexico site  
in January with Becky Jo Clark.
3. Discussion regarding proposal from Committee for Executive  
Committee reimbursement. Counter proposal is:
  - A. Beginning January 1, 1991 \$600 a month to the  
president, paid in advance plus expenses paid, including  
secretarial.
  - B. \$400 a month to the Treasurer.
  - C. \$400 a month to Committee person with legal expertise.
  - D. \$200 a month to other Committee person.
4. Compensation for past performance for the Executive Committee  
will be **\$38,400** - a prorated share to be paid at sale of a  
partners interest based upon the percentage of ownership at  
inception of partnership.
5. As cash flow becomes available. one option is that the  
Executive Committee can be paid from the cash flow - 80% to  
partnership and 20% to the Executive Committee. As it will be  
some time before this is available. for the year 1990. any  
interests to be sold will pay their prorated shares of the  
Executive Committee's fees on a monthly basis at the time of  
the sale. After 1990, the capitalization of these fees should  
be explored.

c: John Dolphin, Consultant

Minutes by Becky Jo Clark



Consultant to Cellular License Co-Owners

3097 Sylvan Drive • York, Pennsylvania 17402 • 717/75,

Fax: 717/757-1034

NOV-12-90 W O N 15:06 DOLPHIN

ALLIANCE

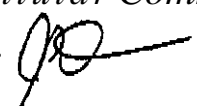


CORPORATION

John P. Dolphin  
President

VIA FAX

**MEMO**

**TO:** Executive Committee Members, Alee Cellular Communications  
**FROM:** John Dolphin, Project Administrator   
**SUBJECT:** Review and Execution of Final Documents with Metro Mobile  
**Date:** November 11, 1990

As a member of Alee's Executive Committee you will be receiving an over night delivery of the final documents for execution with Metro Mobile. These documents should arrive on the morning of Tuesday November 13, 1990. If they do not, contact the offices of Alliance V immediately.

There will be an Executive Committee Meeting via Telephone Conference Call on Wednesday November 14, 1990 at 8:30 p.m. Plans are to use everyone's home phone number for this meeting. If you would like to use another telephone number or if you will be unable to take the call, please notify Alliance V ASAP.

The agenda for this meeting will be very focused. Basically, it will be an up or down vote authorizing Becky Jo Clark to sign on behalf of Alee. For all practical purposes, the time for negotiation and revision is past. With a February 3, 1991 expiration date on Alee's FCC construction permit, it is now a do or die situation. It is hoped that you will review the documents and join the conference call with this in mind.

Once again, if you will be unable to join the conference call, or wish to use a number other than your home number, please call the offices of Alliance V.

**Distribution:** Becky Jo Clark  
Robert Bernstein  
Terry Jones  
Joel Bunis